



D. BORAL
— CAPITAL —

December 2024



\$50,000,000

Private Placement

Exclusive Placement Agent



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D. Boral Capital Acted as Exclusive Placement Agent to Baijiayun Group Ltd (Nasdaq: RTC) in connection with its up to \$15 Million Convertible Promissory Notes and \$50 Million Standby Equity Purchase Agreement

Transaction Information

Baijiayun Group Ltd ("Baijiayun" or the "Company") (NASDAQ: RTC), a one-stop AI video solution provider, on December 6, 2024, announced that it has entered into a Standby Equity Purchase Agreement (the "SEPA"), with YA II PN, Ltd. ("YA"), a fund managed by Yorkville Advisors Global, LP. Subject to the terms and conditions set forth in the the SEPA, YA is committed to purchase up to \$50 million (the "Commitment Amount") of the Company's Class A Ordinary Shares (the "Shares") at any time during the two-year period following the execution date of the SEPA, by delivering written notice to YA (an "Advance Notice"). Pursuant to the SEPA, YA will advance to the Company, subject to the satisfaction of certain conditions as set forth therein, the principal amount of up to \$15 million (the "Pre-Paid Advance"), which will be evidenced by convertible promissory notes (the "Promissory Notes", together with the "SEPA", the "Offering") in four tranches. The first Pre-Advance, in the principal amount of \$3,000,000, was advanced December 6, 2024 in connection with the execution of the SEPA, and is subject to a 10% discount to the principal amount of such Promissory Note.

D. Boral Capital LLC acted as the exclusive placement agent for the Offering.

About Baijiayun Group Ltd

Baijiayun is a one-stop AI video solution provider with core expertise in SaaS/PaaS solutions. Baijiayun is committed to delivering reliable, high-quality video experiences across devices and localities and has grown rapidly since its inception in 2017. Premised on its industry-leading video-centric technologies, Baijiayun offers a wealth of video-centric technology solutions, including Video SaaS/PaaS, Video Cloud and Software, and Video AI and System Solutions. Baijiayun caters to the evolving communications and collaboration needs of enterprises of all sizes and industries. For more information, please visit ir.baijiayun.com.

About D. Boral Capital

D. Boral Capital LLC is an investment bank headquartered in New York which provides advisory and financing solutions to middle market and emerging growth companies. The Company has a proven track record of offering strategic guidance to clients across the globe in any sector, with access to capital from the USA, Asia, Europe, UAE, and Latin America.

D. Boral Capital is a leader on Wall Street, having aggregated over \$23 billion in capital across approximately 300 transactions through various product types.